

**TAB 1: QUALIFICATIONS AND EXPERIENCE****1-A. ORGANIZATION**

Identify the legal structure of the firm, or consortium of firms making the proposal. Identify the organizational structure for the project, the management approach and how each partner and major subcontractors in the structure fits into overall team.

**1-A.1 Legal Structure**

The DCMi Proposal is presented by the Consortium, which has engaged a number of leading Virginia-based companies and professionals as important participants. Together with the Consortium they constitute the “DCMi Team.”

The DCMi Project itself will be undertaken by the special purpose limited liability corporation (“SPV”), to be organized and registered by the Consortium under Virginia law. The SPV will enter into the Comprehensive Agreement with VDOT, provide the required funds, and perform all obligations thereunder.

**1-A.2 Team Organization**

The DCMi Team includes members with successful experience in Public-Private Transportation Act (PPTA) projects, including Clark Construction Group, Shirley Contracting, Dewberry, IIG, Hunton & Williams and Citigroup. In addition, Macquarie Infrastructure Group, Autostrade and Laing bring substantial international toll road construction and management expertise to the DCMi Project. Autostrade has an excellent record acting as the operator of the Dulles Greenway since its opening in 1995. Macquarie Infrastructure Group has recently completed an investment for a 100% economic interest in the Greenway. All of this expertise will be brought to the DCMi Project.

The DCMi Team, with its financial expertise, local relationships, knowledge, and design/build experience, will be able to finance and implement the DCMi Project on a fast-track basis, thereby assuring that toll-payers on the DTR will enjoy the many benefits of the DCMi Project at the earliest possible time.

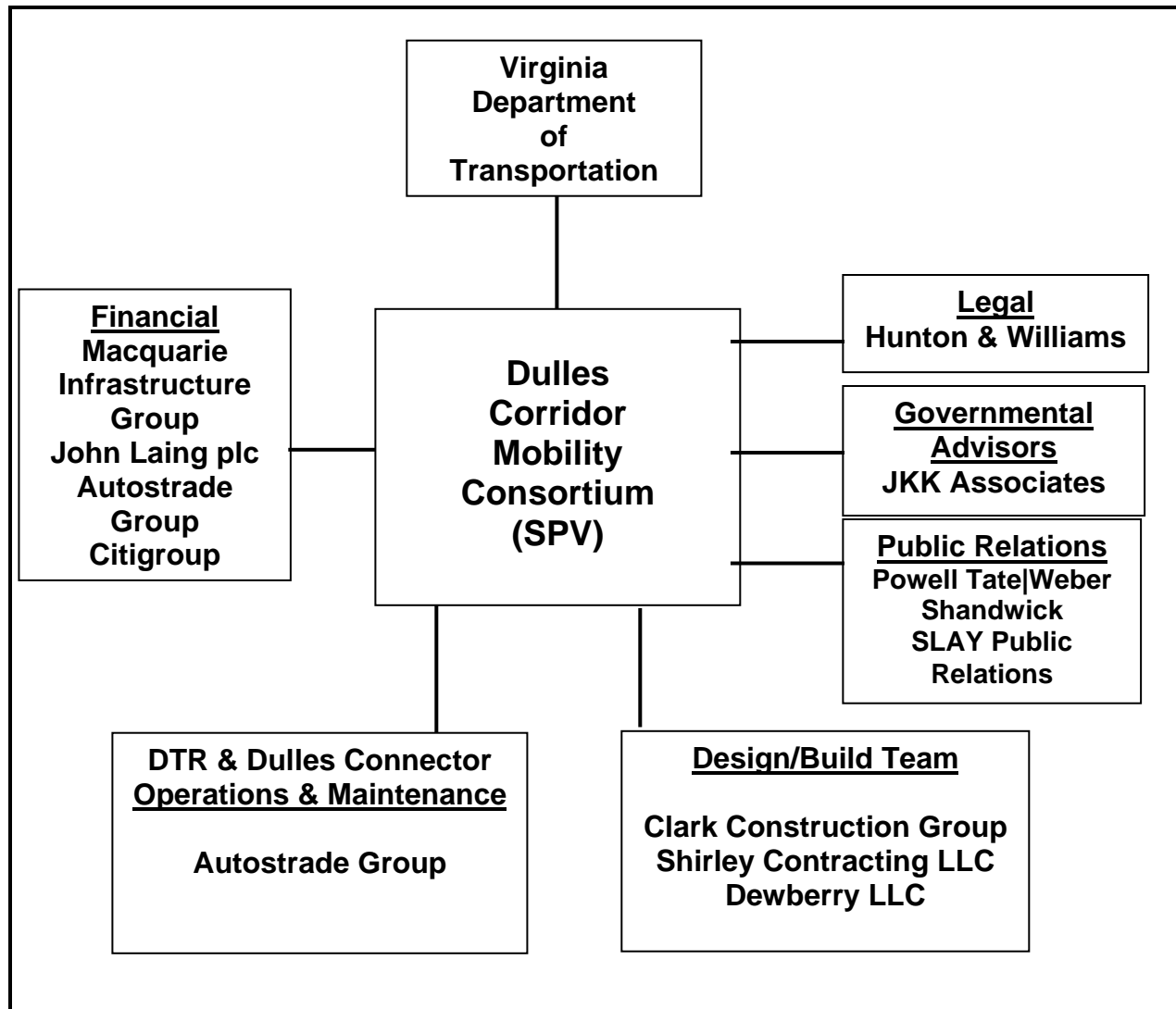


Figure 1-a.2 DCMI Project Team Organization

The DCMI Team is an experienced, integrated organization that will finance, construct and operate the DCMI Project and the DTR. The substantial PPTA experience of the DCMI Team members will ensure expeditious completion of the PPTA process and successful implementation of the DCMI Project.

### 1-A.3 Management Approach

The DCMI Team is dedicated to ensuring that each of the three principal components of the DCMI Proposal – capitalization, construction and operations – is executed in a timely, professional manner. The DCMI Team will create a close working relationship with VDOT and establish clear lines of authority through the DCMI Project Director (“the Project Director”) to the major task managers, including finance, design, construction and operations, as well as to both legal and public relations advisors.

Specific responsibilities of these principal functions include:

**Project Director:** The DCMI Project Director will provide program management for each of the major activities of the DCMI Team. The Project Director and other staff members will be housed in one Virginia project office proximate to the DTR, where they will manage all aspects of the DCMI Project.

**Finance Manager:** The Finance Manager will coordinate the activities of the underwriter (Citigroup), the legal advisor and bond counsel (Hunton & Williams), traffic forecasting specialists and other related professionals to ensure the timely placement of debt offerings required under the financial plan. In addition, the Finance Manager will be responsible for the management of revenues and expenses during operations.


The Project Director and Finance Manager will be selected and identified in the course of the preparation of the Detailed Proposal.

**Public Relations:** Successful implementation of the DCMI Project will require the continuing support of elected officials, business organizations, and most especially, the driving public. The DCMI Team will therefore establish and maintain an open and interactive educational and informational program to encourage and maintain wide-spread support for the DCMI Project. The DCMI Team will listen to public feedback and work to continuously improve customer service on the DTR.




**Design/Build Construction:** The Clark/Shirley/Dewberry team will be responsible for the management, design and construction of all DCMI Project improvements under guaranteed, fixed-price contracts. This team has substantial experience with VDOT in similar and successfully completed projects, and will closely work with VDOT in ensuring timely construction on budget.

**Dulles Toll Road and Dulles Connector Operations and Maintenance:** The Autostrade Group will be responsible for the efficient operations and continuing maintenance of the approximately 15 mile DTR and Connector, and their 39 bridges. Autostrade is the largest toll road operator in Europe and has been operating the Dulles Greenway since it opened in 1995.

#### 1-A.4 Team Member Roles

	Team Member	Role	Qualifications
	Macquarie Infrastructure Group	Project Developer  Equity Investor	Leading global developer, owner and operator of toll roads

	<b>Team Member</b>	<b>Role</b>	<b>Qualifications</b>
	Autostrade Group	Project Developer DTR Operator Equity Investor	A world leader in toll road construction, technology, maintenance and operations
	John Laing plc	Project Developer Equity Investor	A major international public infrastructure investor with a substantial portfolio of road concession assets
	Infrastructure Investment Group LLC	Project Developer Equity Investor	Specialized expertise in transportation finance in Virginia, including both PPTA and Transportation Improvement Districts
	Clark Construction Group, LLC	Design/Build Project Manager	Extensive experience as comprehensive developers and managers of complex projects
	Shirley Contracting Company LLC	Construction Manager  General Contractor	Extensive experience with PPTA and design/build development and management. Significant roadway construction experience in Virginia
	Dewberry, LLC	Lead Design Engineer	Strong national reputation in transportation engineering combined with extensive VDOT and PPTA experience
	Citigroup Global Markets Inc.	Financial Consultant  Lead Underwriter	Extensive experience as infrastructure financing consultants, including projects in Virginia

	<b>Team Member</b>	<b>Role</b>	<b>Qualifications</b>
	Hunton & Williams LLP	Legal Advisor  Bond Counsel	A recognized leader in the legal profession with special expertise in PPTA procedures and public and private finance
J.K.K. Associates	J.K.K. Associates	Government Advisor	Special expertise in all aspects of Virginia transportation planning
	Powell Tate Weber Shandwick	Public Relations / Outreach – Northern Virginia and Washington DC	Substantial successful experience in infrastructure project outreach programs
	SLAY Public Relations	Public Relations / Outreach – Richmond and Virginia	

**1-b. Describe the experience of each firm and the key principals involved in the proposed project. The lead organization must be identified. Describe the length of time in business, business experience, public sector experience and other engagements of the firm(s).**

### **1-B.1 Experience of the Team**

The DCMi Team is being led by the Consortium as Project Developer. The experience of each team member is summarized below.

#### **The DCMi Project Developers**

##### ***Macquarie Infrastructure Group***



Macquarie Infrastructure Group (“MIG”) is one of the largest developers, owners and operators of toll roads in the world. MIG has a globally diversified portfolio with interests in 14 projects across six countries (United States, Canada, United Kingdom, Australia, Portugal and Germany). These projects employ over 1,500 staff and have more than 1.2 million users on an average workday. MIG’s portfolio includes four North American projects. These projects represent 46% of MIG’s portfolio (by value):

Project	Location	Economic Interest
Dulles Greenway	Virginia, USA	100%
South Bay Expressway	San Diego, USA	100%
Chicago Skyway	Chicago, USA	45%
407 ETR	Toronto, Canada	30%

MIG was listed on the Australian Stock Exchange (ASX) in December, 1996 through a \$230 million initial public offering. MIG is currently a Top-25 ASX-listed company, with a market capitalization of \$7.3 billion (as at September 30, 2005). Approximately 22% of MIG's securities are held by North American investors.

MIG is managed by the Infrastructure and Specialized Funds division of the Macquarie Bank Group ("Macquarie"). This division employs more than 400 staff, many of whom are specialists in the development and on-going management of infrastructure assets. In addition to MIG's assets, this division manages 70 other assets around the globe on behalf of other investors. Macquarie has over \$20 billion of infrastructure equity funds under management, embracing sectors including toll roads, airports, communications infrastructure, and regulated water and energy assets.

MIG's strategy is to invest in, develop and hold quality assets that are accretive to the portfolio over the long-term. MIG prefers to invest in user-pays toll roads in OECD countries that have long-dated tolling concessions.

MIG has extensive experience in the development of toll road projects. Since listing, MIG has been active in the construction and opening of 10 projects across a number of jurisdictions including the United Kingdom, Australia and Spain. One of these projects is the \$1.4 billion M6 Toll in Birmingham – the first privately-developed greenfield user-pays toll road in the United Kingdom. Another two MIG projects are scheduled to open in the next 18 months - Westlink M7 (Sydney, Australia) and the South Bay Expressway (San Diego, California).

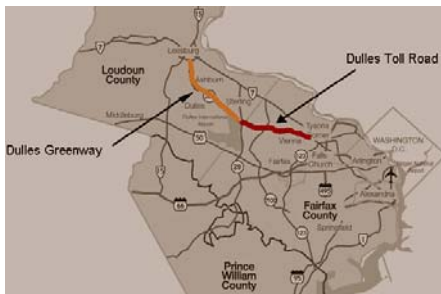
MIG has Board of Director representation and direct management involvement with each of its projects. MIG has developed considerable experience in the operation of toll road projects through its global portfolio. A number of these projects, including 407 ETR and M6 Toll, directly employ staff to conduct operations and maintenance activities. MIG has also worked cooperatively with external operators in relation to a number of projects, including Dulles Greenway (Autostrade) and Eastern Distributor (Sydney, Australia). MIG's operations experience extends to full electronic toll collection. Two of MIG's projects employ full electronic tolling – 407 ETR (Toronto, Canada) and Westlink M7 (Sydney, Australia).

MIG is a long-term investor in toll road projects. The weighted average remaining length of MIG's concessions is 60 years. MIG's portfolio includes two projects that have 99-year concessions – 407 ETR (ends in 2098) and Chicago Skyway (ends in 2104). MIG leverages the Macquarie Group's infrastructure expertise and financial innovation to introduce new ways of funding long term toll road concessions. For example, the South Bay Expressway in San Diego is the first private US toll road to receive loan funding under the Transportation Infrastructure Finance and Innovation Act (TIFIA).

Since listing, MIG has held interests in 29 toll road projects across eight countries. Through this experience, MIG has recognized that being a toll road developer, owner and operator involves being an important part of the regional community. MIG works closely with governments, communities and other stakeholders to deliver high standards of customer service, safety and travel reliability across its portfolio.

MIG seeks to ensure that all the projects comply with relevant regulatory requirements and meet community expectations. MIG develops, owns and operates projects with regard to specific environmental issues. Examples include the relocation of endangered butterfly colonies prior to construction of the South Bay Expressway and meeting exhaust stack emission targets for the tunnel section of the Eastern Distributor.

### Specific Project Experience



#### **Project Title/Location:** Dulles Greenway

#### **Project Description:**

The Dulles Greenway is a 14 mile limited access highway extension of the Dulles Toll Road from Route 28 to the Route 7/15 bypass in Leesburg, Virginia. In 2005, MIG acquired a 100% economic interest in the Dulles Greenway, including an acquisition of the General Partner.

The Greenway concessionaire is currently undertaking an upgrade of the roadway worth in excess of \$71 million. The upgrade project includes the widening of the roadway from four to six lanes, the construction of several interchanges and the construction of an exclusive ramp to the Dulles International Airport.



#### **Project Title/Location:** Chicago Skyway

#### **Project Description:**

In 2004, the City of Chicago undertook a competitive process to award a 99-year concession to collect tolls, operate, maintain and upgrade the Chicago Skyway.

The Chicago Skyway is a six lane, 7.8 mile toll

road south of Chicago that links Interstate 90 from the Illinois/Indiana State border to the Dan Ryan Expressway, which runs directly into downtown Chicago.

The 99 year Concession to complete the upgrade of the Skyway and operate the tollway was awarded to the Cintra-MIG consortium in January 2005. MIG has a 45% equity interest in the concession company.

**Project Title/Location:**

South Bay Expressway (SR-125 South)

**Project Description:**

The South Bay Expressway (SR-125 South) is a four lane, 10-mile toll road that is under construction. Once completed, the road will provide an alternative route east of the heavily congested North/South SR 805 and Interstate 5 in the San Diego region of Southern California.

Prior to MIG's involvement, the project was delayed for more than a decade due to a number of issues, including environmental permitting requirements. These have now been resolved and construction has commenced.

The Design & Construction contract for the project is approximately \$423 million. Full opening of SR125 South is currently scheduled for fall 2006.

MIG has a 100% equity interest in the concessionaire, San Diego Expressway Limited Partnership.



***The Autostrade Group***



Autostrade S.p.A. is a publicly held Italian company with a market capitalization at the end of May 2005 of over \$14 billion. Together with its group of subsidiary companies they form the world's largest private operator of toll motorways. As of December 31, 2004 the Group had over 9,000 employees and reported revenues of \$3.4 billion (about 91% of which are toll revenues) with net profits of \$515 million. Autostrade has developed a strong credibility on financial and institutional markets, as evidenced by credit ratings of A3 from Moody's and A from Standard & Poor's.

Autostrade was established in 1950, and over the years it developed, financed, built, and currently operates and maintains 2,100 miles of the Italian toll motorway network. Annual traffic on the network is over 700 million vehicles, traveling a total of over 25 billion miles. Each day no less than 1,700,000 toll transactions are performed at the Group's 261 toll stations. Along the network, widespread structural facilities are installed to help monitor and control traffic operations and guarantee customer assistance and safety, including 264 Motorway Service Areas and fiber optic cable delivery of real-time traffic data to control centers, and integrated internet website access to timely travel conditions.

In Europe, Autostrade is the leader in electronic tolling with more than 4.4 million registered customers, which represent over 60% of total market share. Autostrade's proprietary electronic tolling system, the **Telepass®**, based on microwave technology, was designed and developed at the ITT Center in Florence, which employs more than 200 high-level technicians. The Florence Center has also developed the innovative tolling systems that will grant interoperability at the European level (the TC278 standard, and Telepass 3G integrating satellite and microwave technologies). These technologies are also adopted for urban mobility, to curb congestion in city centers, and Autostrade provides such systems to major Italian cities, such as Turin, Florence, Siena, and Rome. In 2004, Autostrade voluntarily upgraded crash cushions and installed additional Jersey barriers and highway dividers in order to protect the traveling public. It also carried out an informational safety awareness campaign through the use of its 662 variable message signs. Customer survey feedback was positive on the initiative aimed at reducing the number of accidents on the roadway.

Autostrade has also acquired an extensive experience in developing and operating toll roads abroad. From the late 1990's until 2001, Autostrade was a partner in TRIP II, the partnership that developed, built and financed the Dulles Greenway. The highway was financed in 1993 and open to traffic in 1995. Autostrade is contracted to operate and maintain Dulles Greenway for 40 years and does so through its wholly owned subsidiary, Autostrade International of Virginia O&M, Inc. ("AIV"). For the past nine years, AIV has maintained the Dulles Greenway in an exceptional manner, as evidenced by the results and comments included in the annual inspections provided to the owner and to VDOT.

Autostrade held 25% of the shares in Midland Expressway Limited that was granted a 53-year concession by the U.K. Department for Transport, for the development, financing, construction, operation and maintenance of the M6 Toll, the first tolled motorway in the U.K. The M6 Toll was opened to traffic in December 2003.

In May 2002 Autostrade was awarded a concession contract from the Austrian Road Administration (ASFINAG) to design, finance, supply, install and operate a fully electronic free-flow tolling system for heavy vehicles (> 3.5 ton) to be implemented on a network of 1,300 miles of existing motorways and trunk roads in Austria. The construction work and the testing of the system were completed in just 18 months to the complete satisfaction of the client, ASFINAG. Autostrade was responsible for the operation and maintenance of the system under a 10-year concession and performs this obligation through its wholly-owned Austrian subsidiary, Euroypass LKV-Mautsystem GmbH. Operation of the system began on January 1, 2004.

Autostrade brings over fifty years of proven commitment to safety, asset management, financial stability, and overall customer satisfaction for the community at large and its governmental partners throughout Europe and abroad.

***John Laing plc***



John Laing plc has over 30 years experience in the finance, design, construction and operation of public sector infrastructure projects and is unique among UK listed companies in that its core business is creating shareholder value as a focused developer of public-private partnerships (PPP) projects. Laing specializes in originating projects, integrating all the financial and technical elements required for their delivery, and managing the investment phase and subsequent operational risks.

Operating through three main divisions – Equion, Laing Roads and Laing Rail - Laing is now the UK's largest PPP/PPP investor / operator with a major shareholding in 47 active investments. The majority of these are already operational, covering a wide range of sectors including roads and bridges, light and heavy rail projects, schools, hospitals and specialist defense and police facilities. At December 2004, the portfolio of investments was valued at c\$525 million, ranking Laing as one of the largest companies in its field.

The UK pioneered the DBFO (Design, Build, Finance and Operate) model. Laing has always been at the forefront of this development. In the 1960s, Laing invested in Europistas, Spain's first tolled motorway, and in the early 1990s, Laing invested in the Second Severn River Crossing, one of the first tolled road projects in the UK. In 2005, and for the fourth consecutive year, Laing was named PPP Developer of the Year in the prestigious Infrastructure Journal Awards. A contributory success for Laing was the award of the E39, Norway's first PPP project, for financing, design and construction of a new 24 mile road (including 6 miles of hard rock tunnels) and operation and maintenance for a further period of 25 years.

John Laing has a successful track record in the development / implementation and operation of road projects through Laing Roads, the division specializing in PPP road and bridge projects, including highways maintenance and street lighting projects. It manages a portfolio of 11 road concessions including nine in the UK and two in the Nordic region in Norway and Finland which includes a mixture of real toll, shadow toll, availability and performance-based revenue projects. In addition, the Division also manages investments in two utilities concessions in the UK. The Division's UK projects include a significant shareholding in the M40, M6, A55 and A130 DBFO projects and the Second Severn Crossing.

Unique among investment companies, Laing Roads is a very proactive operations manager. Laing Roads personnel form part of the core team managing operational commitments of the DBFO contracts, and team members are seconded to the operational concession projects. Laing Roads is actively involved in the management of UK DBFO road projects such as the M40, A55 and the A130 (totaling more than 112 miles) on behalf of the respective SPV project companies.

Laing Roads is responsible for the day-to-day management of road investments and ensures that each road is maintained and operated in accordance with the standards specified for that

particular road. In addition to daily responsibilities and cyclical maintenance activities, Laing is also responsible for the long term maintenance of the condition of the asset throughout the term of the concession.

### ***Infrastructure Investment Group LLC***



Infrastructure Investment Group LLC (“IIG”) combines the experience and creative forces of Trident Investment Group LLC (“Trident”) and Public Private Solutions Inc (“PPSi”) to develop the Dulles Corridor Mobility Initiative.



Trident is a full-service project development and transaction services consultancy specializing in organizing and managing consortia for the acquisition and fulfillment of commercial development and infrastructure projects on a worldwide basis. Trident identifies project development opportunities, assembles the appropriate team of companies, acquires the necessary development rights, syndicates the required financing and assists in documenting and implementing the resulting project.

Curtis M. Coward is President of Trident. Prior to assuming his present position in 2000, he was a Partner in McGuireWoods LLP, a leading Virginia law firm. While with the firm, he served on the Governor’s Commission on Transportation in the 21<sup>st</sup> Century (1986). He was the author of Virginia’s Transportation Improvement District legislation in 1987 which was nationally recognized for its innovation. He then represented the landowners in the formation and successful implementation of Transportation Improvement Districts for Route 28, the Prince William Parkway, the Route 234 Bypass and Route 5 in James City County. In 2001, he was an advisor to the Clark/Shirley Team which successfully negotiated and implemented a PPTA project for Phase 2 improvements on Route 28. He also has experience in local government in Virginia, having served on the Lynchburg City Council from 1978 to 1982.



At the intersection of Main Street, State Street and Wall Street™

PPSi creates financing solutions and public-private partnerships to develop public infrastructure. PPSi has focused principally on transportation infrastructure solutions in Virginia under the Public-Private Transportation Act of 1995. It has initiated and developed proposals, assembled private-sector teams, created financing solutions for projects totaling almost \$4 billion for transportation infrastructure in Virginia, including the \$200 million plus Route 28 Improvement Project currently under construction. PPSi’s consulting practice includes drafting of legislation and lobbying at local and state levels to create opportunities and solve client problems. PPSi has initiated five proposals under the PPTA.

Rosemarie Pelletier is the founder and President of PPSi. Prior to establishing her company in 1992, she headed the privatization research division for the company that developed the privately-owned Dulles Greenway. In 1994 and 1995, she worked with VDOT in the drafting and passage of Virginia’s Public-Private Transportation Act of 1995 and their Implementation Guidelines. Her doctoral work in Public Administration led to the formation of a team and the submission by PPSi of a \$650 million PPTA proposal in Hampton Roads in 1996 and the

submission of the Route 28 proposal in 2000, now under construction. Locally, she has served on numerous boards and commissions, including five years on the Loudoun County Economic Development where she chaired the Policy and Implementation Committee that drafted Loudoun County's Strategic Plan for Economic Development and Growth adopted by the county in 2000. She also served as President of the Dulles Area Transportation Association for two years. She has extensive experience lobbying at the federal, state and local levels. She teaches State and Local Politics for the Northern Virginia Community College and Old Dominion University and is completing her doctoral dissertation for a Doctorate in Public Administration to add to her Masters in Public Administration.

Raymond Pelletier is the Chairman and CEO of PPSi. Prior to assuming that position he was the executive director of the Northern Virginia Technology Council from 1992 to 1997, following a career as an attorney in the Navy. His responsibilities with PPSi include the identification and qualification of public-private projects, creating viable financing solutions for their development, drafting legislation, lobbying and acting as proposal manager. He was the proposal manager for the successful Route 28 PPTA proposal. He drafted the study resolution that ultimately led to the creation of the Northern Virginia Transportation Authority. He has served in numerous business and civic organizations and is a member of the ARTBA Public-Private Venture's board. He holds a Bachelor of Art's, Master's in Public Administration and Law degrees.

### **The Design-Build Team**

#### ***Clark Construction Group, LLC***



Since its founding in 1906, Clark has become one of the nation's most experienced and respected program managers, development managers and general contractors, with annual revenues of approximately \$2.0 billion. Headquartered in Bethesda, Maryland, Clark has eleven regional offices that are strategically located to serve the needs of their clients throughout the United States.

Clark is a diversified entity with the ability to meet the needs of clients on a variety of project types, including heavy/highway projects, new construction and renovation of sports facilities, convention centers, performing arts centers, educational facilities, residential, office/corporate, laboratories, airports, rail stations, correctional facilities, waste water treatment and industrial facilities. Projects have been successfully completed for both public and private clients under a variety of project delivery methods including general contracting, construction management, design/build, and PPTA projects.

Clark's continued success is founded on the firm's commitment to client service, the dedication of its employees and the support of the businesses and communities with which it interacts. Clark's philosophy is to deliver the highest level of quality within the industry both on time and within budget and to assure that the standards of today's construction meet the stringent requirements set by the company's founder over 90 years ago. Clark's employees are dedicated to meeting commitments to clients and giving back to the communities in which its employees live and work.

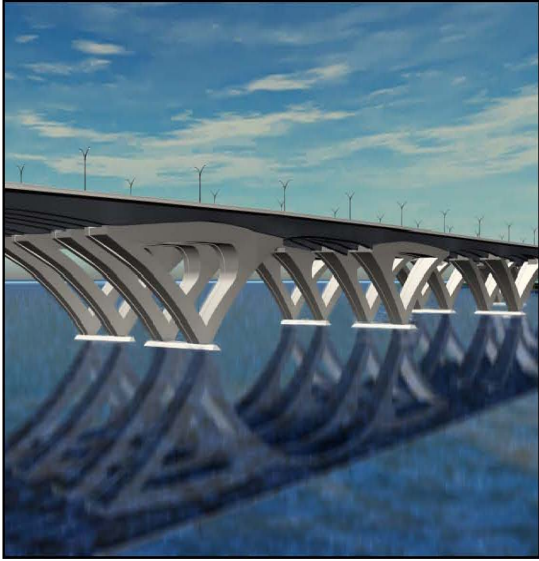

Clark is committed to meeting the needs of its clients on every front. From the initial stages of project development through construction completion and commissioning, Clark provides a wide range of services to meet the specific needs of its clients and their projects. Clark's capabilities span multiple facets of all types of construction. From client feasibility studies and preconstruction services, design/build delivery methods, construction management and program development, Clark has the specialized expertise required for any type of project.

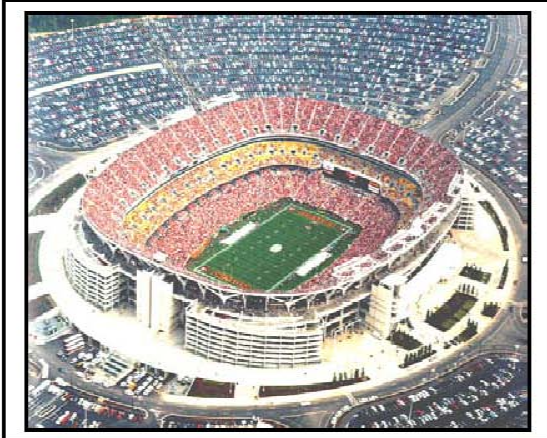
Clark is one of the nation's most experienced program managers and design/build contractors with a proven track record of successfully delivering projects that meet the client's goals for cost, schedule and quality. Based on relationships in the development, design and construction industries, Clark can assemble design/build teams to meet the unique requirements of each project.

Clark brings to this project:

- Over 90 years of national and local development and construction experience
- A successful record of delivering major projects on schedule, within budget and with uncompromized quality
- Proven construction management systems that will preserve the DCMI's budget and schedule
- Extensive PPTA project experience

Specific Project Experience

	<p><b>Project Title/Location:</b> Woodrow Wilson Bridge Foundation Contract  <b>Client:</b> Maryland State Highway Administration  <b>Services Provided:</b> General Contractor</p> <p>Clark is serving as general contractor/joint venture partner for this \$126 million bridge foundation project for the new Woodrow Wilson Bridge being constructed over the Potomac River in the Washington, D.C. area. The project includes steel pipe piling from 48" to 72" diameter, 24" diameter prestressed concrete piling, and poured in place concrete pile caps for the new bridge foundations. The project also included bulkhead improvements to facilitate delivery of materials from the water.</p>
	<p><b>Project Title/Location:</b> San Diego State University Subway and Tunnel  <b>Client:</b> San Diego Metropolitan Transit Authority  <b>Services Provided:</b> General Contractor</p> <p>Clark is serving as the general contractor for this 5.9 mile, \$431 million Mission Valley East Extension that will loop under the San Diego State University Campus. The 4,000-foot tunnel and underground light rail station will ultimately connect to a future redevelopment project. Clark is excavating over 200,000 c.y. of material on the project. The project will utilize the New Austrian Tunneling Method to complete the tunnel work. The station work will require 200,000 s.f. of traditional sheeting and shoring to support the excavation process.</p>



**Project Title/Location:** FedEx Field (Redskins Stadium), Landover, Maryland  
**Client:** John Kent Cooke c/o Walter E. Lynch & Co.

**Services Provided:** General Contractor

Clark served as general contractor for this \$179.5 million state-of-the-art NFL stadium. Construction of the stadium, parking lots and off-site roads required moving 1,700,000 cubic yards of earthwork, including a significant amount of unsuitable material located in the stadium bowl. Up to sixty feet of cut was required within the limits of the stadium footprint.



**Project Title/Location:** MCI Center, Washington, DC

**Client:** DC Arena Limited Partnership

**Services Provided:** Managing Partner

Clark served as the managing partner for this \$144 million, design/build, 1,000,000 SF, 23,000-seat arena. This state-of-the-art arena incorporates several complex electrical and mechanical systems. The lighting consists of an elaborate, computer controlled system. The arena is also wired to make use of video technology throughout the concourses and in the club seating area. One of the most significant challenges to the project's schedule was the location of construction directly over and adjacent to Metro Rail lines which remained in operation during construction.

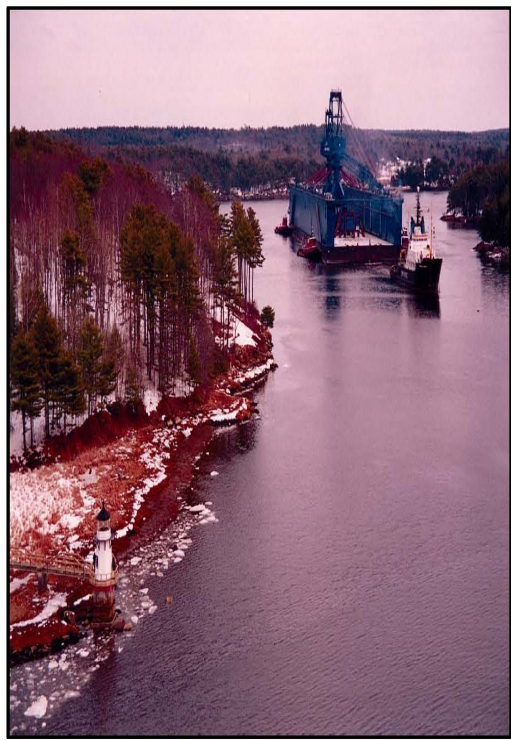


**Project Title/Location: San Francisco Civic Center Complex, San Francisco, California**

**Client:** California Department of General Services

**Services Provided:** Design/Build Team Leader

Clark served as the design/build team leader for this \$246 million project which included the complete renovation to the historic 200,000 SF California State Building, and construction of a new 850,000 SF adjoining facility. On this project, Clark worked effectively with the owner to control project costs, minimizing additional costs when encountering numerous unforeseen conditions. This project demonstrates how, utilizing a team approach, Clark has worked effectively with a public agency to deliver a large, complex project on time and within budget.



**Project Title/Location: Bath Iron Works Land Level Transfer Facility, Bath, Maine**

**Client:** Bath Iron Works

**Services Provided:** General Contractor

Clark served as general contractor for this \$218 million expansion at the Bath Iron Works (BIW) in Bath, Maine. The expansion will ensure BIW's position as a leader in the shipbuilding industry into the 21st century with the latest technology in shipbuilding techniques. At the heart of the Land Level Transfer Facility is a 235,000 square-foot structural deck, which includes three shipbuilding stations, a four-story manufacturing support facility, and associated cranes. Attached to the south end of the deck is a dry dock that moves laterally via a system of chains and pulleys on the river bottom that enables the dry dock to move between each of the three shipbuilding stations. Ships travel over rails from stations into the dry dock for launching.

***Shirley Contracting Company, LLC***

Shirley Contracting Company, LLC, with its main office in Northern Virginia, has provided high-quality, comprehensive construction services to public transportation and highway authorities and private developers in the Washington, D.C. metropolitan area for over 30 years. Shirley Contracting Corporation enjoys an excellent reputation with VDOT, having completed many large-scale highway construction projects. Shirley Contracting has earned numerous quality awards for its work and specializes in completing projects on a fast-track basis. With over 30 years experience, Shirley offers its clients complete capabilities from preliminary design studies through construction management, construction and closeout.

As one of VDOT's premier constructors, Shirley has been the prime contractor for widening and extension of the HOV lanes on Interstate 95, as well as numerous other high profile projects in and around Northern Virginia. Shirley Contracting Company has constructed major portions of the "Mixing Bowl," where Interstates 95/395/495 converge, one of the busiest interchanges in the Commonwealth. Shirley was the successful bidder on Phases II, III and IV of that project and completed these phases significantly ahead of schedule.

Demonstrating its commitment to safety and quality construction work, Shirley has won numerous awards:

- The National Capital Chapter of the American Concrete Institute Award of Excellence for the Springfield Interchange Phase II/III project
- The Associated Building Contractor's Award of Excellence for the Pentagon Remote Delivery Facility roadway improvements
- The Trenchless Technology Project of the Year Award for the Alexandria micro-tunneling project
- Five time winner of the ABC and HCAA safe project of the year award

Shirley Contracting Corporation brings to this project:

- Over 30 years of heavy-highway construction experience
- Design/Build project experience ( several with Dewberry LLC)
- Excellent working relationships with VDOT
- Extensive VDOT construction experience
- Experience in delivering fast-track projects ahead of schedule and within budget
- Excellent reputation and relationships with local contractors, subcontractors and Suppliers

- PPTA and Design/Build Experience
- Award-winning safety programs

### Specific Project Experience



**Project Title/Location:**

I-95/495/395 Reconstruction, Phases II/III/IV

**Client:** Virginia Department of Transportation

**Services Provided:** Prime Contractor

Shirley Contracting Company is the prime contractor on three phases of the Springfield Interchange project in the heart of Northern Virginia at one of the Commonwealth's busiest sections of Interstate. The projects encompass the construction of 20 new bridges, over 60 MSE retaining walls, sound barrier walls, excavation and grading, significant changes to the existing traffic management systems and repaving of large portions of the roadway.



**Project Title/Location:**

Route 28 Corridor Improvements PPTA Project

**Client:** Virginia Department of Transportation

**Services Provided:** Developer/Construction Manager

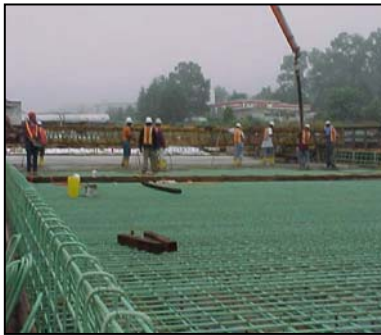
Shirley Contracting Company and Clark Construction Group are co-managers and developers of Northern Virginia's first PPTA project, the Route 28 Corridor Improvements. The project entails design-building 6 grade separated interchanges to replace existing at-grade intersections on heavily traveled Route 28. The \$200 million project was started in September 2002. In addition to design and construction, the team is responsible for acquiring all required rights-of-way for the project and all utility relocations necessary for construction. The project is slated to be completed in early 2007.

**Project Title/Location:**

Route 28/29 Interchange Improvements

**Client:** Virginia Department of Transportation**Services Provided:** Prime Contractor

Shirley Contracting Company was the prime contractor on this project which involved constructing 1.52 miles of divided multi-lane highway and maintaining traffic for over 121,000 vehicles each day at this busy interchange on the border of Fairfax and Prince William County. Construction included a detour of Route 29 traffic allowing 271,000 c.y. of excavation to take place and construction of a 214 ft. long, 160ft. wide bridge to be constructed. The bridge allowed Route 28 traffic to be carried over Route 29, eliminating a notorious traffic bottleneck in the area. The project was completed 2 months ahead of schedule.

**Project Title/Location:**

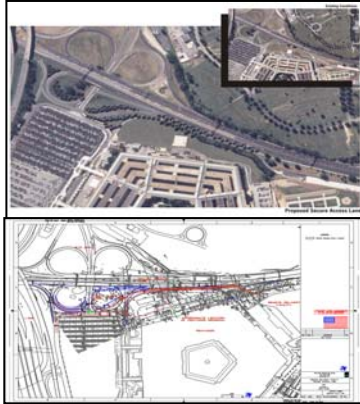
Route 7/15 Interchange Loudoun County, VA

**Client:** Virginia Department of Transportation**Services Provided:** Prime Contractor

As the prime contractor for this project, Shirley Contracting Company constructed new roadways, rehabilitated 2 bridges and constructed a new flyover bridge at this busy interchange just outside of Leesburg, Virginia.

**Project Title/Location:**Fairfax County Parkway Multiple Sections  
(@ Route 617 & @ Route 7)**Client:** Virginia Department of Transportation**Services Provided:** Prime Contractor

As the prime contractor, Shirley Contracting Company has completed two sections of the Fairfax County Parkway which involved over \$ 25 million dollars in contract work. Both projects entailed the construction of a new 4 lane divided highway with construction of multiple new bridges, MSE retaining walls, and sound barrier walls. Both projects were completed on a fast track basis in which the roadways were delivered to the State well in advance of the construction schedule.

**Project Title/Location:**

PenRen Secure Access Lane

**Client:** Pentagon Renovation Group**Services Provided:** Design/Build secure access lane (SAL) to the Pentagon's Remote Delivery Facility.

Federal officials identified the project as one of the top rated priority security projects in the United States. The \$10 million Design/Build project involves modification of the Route 27/244 Interchange and to create a secure/dedicated access lane and incorporate blast protection. The SAL was created to increase truck queuing capacity, while inhibiting unauthorized or accidental public access. The Pentagon's close proximity to Interstate 395, Route 27, and Route 110 created the need for an alternative design that would not only increase security, but also increase or maintain the level of service for the thousands of commuters that use these routes daily, while granting easy and secure access for deliveries to the Pentagon.

***Dewberry, LLC, Design Engineer***

Dewberry & Davis, LLC (Dewberry) and its affiliated companies are a nationally recognized architecture/engineering organization (A/E) with principal offices in Fairfax, Virginia, and branch offices throughout the Mid-Atlantic and Northeast regions. Since 1956, the firm has offered comprehensive services in architecture, engineering, planning and surveying. Dewberry currently employs over 1,500 professionals in 21 branch offices including Dewberry/Goodkind & O'Dea, its northeast affiliate, with branch offices in several Northeast states. With its combined resources, Dewberry has six offices and more than 400 personnel involved in planning, design, and inspection of transportation facilities. These resources have placed Dewberry & Davis among Engineering News-Record top 25 transportation engineering firms.

Dewberry brings to this project:

- Dewberry was the designer for the original Dulles Toll Road done under an emergency procurement contract for Fairfax County and VDOT. This accelerated



design for the 10.4 miles, 4-lane limited access highway included eight (8) bridges, interchanges, mainline toll plazas and ramp plazas. This design was completed in sixteen (16) weeks.

- Experience as the original designers of the Dulles Airport Access Road on a fast-track schedule for VDOT
- Experience as the designers of the Dulles Greenway, including fifteen (15) miles of new tollway, six (6) interchanges, thirty-six (36) bridges and all associated toll plazas and facilities
- Experience in PPTA and Design/Build, including the Route 28 Corridor Improvements Project, a \$250 million Design/Build project

- Experience in completing a \$75 million Design/Build project for the expansion of the Dulles Greenway
- Experience in Design/Build on the Pentagon Secure Bypass, a \$30 million Design/Build project for the Department of Defense
- Experience designing principal arterial and interstate highway corridor improvements with multiple interchanges and bridges
- Experience in planning and designing many large-scale transportation projects for VDOT, such as widening of I-66 and widening and new interchanges on Route 28

#### Specific Project Experience

**Project Title/Location:**

Route 28 Improvements

**Client:** Virginia Department of Transportation

**Services Provided:** Transportation Planning  
and Design Services

Dewberry & Davis provided planning and design services, evaluation of alternative alignments, environmental analysis and documentation, and conducted a public participation program for improving 14 miles of a two lane rural highway to a six and eight lane freeway with twelve new interchanges and modifications to two others. The construction entailed widening the entire length to a six lane divided facility with sixteen signalized interchanges, 15 bridges and widening of six existing structures.

**Project Title/Location:**

Dulles Greenway Capital Improvement  
Projects

**Client:** Toll Road Investors Partnership II, LP

**Services Provided:** Transportation Planning  
and Design Services

Dewberry is currently the designer working for Shirley Contracting Corporation, on the Dulles Greenway Capital Improvement Projects, a \$75 million Design/Build project to widen the Greenway from four to six lanes, construct two new interchanges, expand the mainline plaza



and other improvements. Dewberry is providing the surveys, permitting, road design, bridge design, architectural design, mechanical and electrical design, and construction inspection services.

**Project Title/Location:**

Dulles Greenway Fairfax & Loudoun Counties

**Client:** Toll Road Investors Partnership II, LP

**Services Provided:** Transportation Planning and Design Services

The Dulles Greenway is a 14 mile limited access freeway extension of the Dulles Toll Road from Route 28 to the Route 7/15 bypass in Leesburg, Virginia. The Greenway project included 9 interchanges, five major stream crossings, acquisition of federal and state permits for 64 acres of wetland impacts, design of a main toll barrier facility including an administration building and ramp toll barriers.

The project included the design of 36 bridges, 12 hydraulic structures and 24 grade separations, with 8 curved girder bridges and one bridge widening.

**Project Title/Location:**

Interstate 66 Improvements

**Client:** Virginia Department of Transportation

**Services Provided:** Transportation Planning and Design Services

Dewberry & Davis provided comprehensive planning, environmental and engineering design services for widening a 12-mile section of I-66 from a 4 lane divided section to an 8-lane section including a concurrent High Occupancy Vehicle (HOV) lane in each direction as part of the regionally planned HOV network. The project extends from US Route 50 in Fairfax County to Route 234 in Prince William County.

## **The Financial Consultant**

### ***Macquarie Securities (USA) Inc.***



Macquarie Securities (USA) has over 60 dedicated professionals working in its infrastructure investment and advisory team across the United States, with offices in New York and Houston.

Advisory services include project financing, public private partnerships (PPP), takeovers, mergers & acquisitions, corporate restructuring and other corporate strategic and financial advice. Macquarie Securities (USA) has one of the largest dedicated private sector PPP teams in the United States.

Macquarie's project finance team is at the forefront of the infrastructure industry globally and is recognized for innovation in this area. In 2004 Macquarie was ranked No. 1 Global Project Finance Advisor for completed deals by Dealogic and was awarded the Transportation deal of the year by Project Finance Magazine for the Chicago Skyway transaction.

### ***Citigroup Global Markets Inc.***



Citigroup has been the leading senior manager in the municipal transportation sector for each year since 1997. During this period, Citigroup has underwritten more than 160 surface transportation issues with a total par value of more than \$31 billion. These financings have included many new transportation credits, including new toll credits for the Central Texas Turnpike System, the Orange County (CA) Transportation Corridor Agencies, Highway 407 (Canada), and the New Jersey Turnpike Authority. Other new transportation credits developed and senior managed by Citigroup include Las Vegas Monorail, New Jersey Transit's and Michigan DOT's GARVEE programs, Route 3 North Transportation Improvements Association, and State DOT highway credits for Arizona, Colorado, Georgia, Kansas, Louisiana, Missouri and Oklahoma. Citigroup serves public and private transportation clients with 12 New York-based transportation specialists and a network of experienced transportation bankers located in 18 regional offices. Citigroup's commitment to transportation is by far the largest of any investment banking firm and enables the firm to provide their clients with the highest quality service and depth of coverage for more than a decade. Citigroup's transportation practice encompasses all transportation modes – toll, highway, transit, passenger and freight rail, airports, seaports and parking – as well as product expertise in federal GARVEE and TIFIA initiatives. Moreover, Citigroup was an underwriter to the \$1.4 billion refinance of the Chicago Skyway concessionaire. In developing and implementing the DCMI plan of finance, Citigroup is ready, willing and able to commit all of the firm's significant resources to ensuring a successful, world-class financing program.

## **The Legal Advisor**

### ***Hunton and Williams***



Hunton & Williams ranks among the thirty largest law firms in the United States and among the fifty largest law firms in the world and offers special expertise in matters relating to transportation infrastructure. Firm attorneys specialize in virtually every legal field, including corporate law, public and private finance, technology, intellectual property and patents, securities law, tax law, administrative law, municipal law, labor law, antitrust law, environmental law, real estate law, and litigation. Current and former members of Hunton & Williams include former Justices of both the US and Virginia Supreme Courts, a former Minority Leader of the US House of Representatives and two former Virginia governors.

The Firm's Transportation Infrastructure Group coordinates the delivery of legal services to the public and private sectors in a multi-disciplinary team approach that focuses on the special legal issues that arise in the design, construction, financing and operation of toll roads and other transportation facilities. Hunton & Williams' infrastructure experience, in addition to transportation, includes energy, water, homeland security, education, recreation, community services, retail malls, mixed-use and other infrastructure facilities in the US and around the world.

Hunton & Williams has been a leader in statutory reform initiatives, including the drafting of the Virginia Public-Private Transportation Act of 1995 (the "PPTA"). The Firm served as special project counsel and bond counsel in the financing of the Pocahontas Parkway bridge and toll road project in Richmond, Virginia, which was the first major construction project under the PPTA. Other PPTA projects in which the Firm has been or is currently involved include the Coalfields Expressway, the Jamestown 2007 Highway Improvements Project, the Interstate 81 Corridor Improvements Project and the Route 495 Capitol Beltway HOT Lanes Project.

Hunton & Williams has one of the largest and most diversified public finance practices in the nation. The Firm has been listed in the "Red Book" of municipal bond attorneys for more than forty years and has experience in addressing virtually every significant legal issue that affects both governmental financing and tax-exempt financing for private entities. Our lawyers have served as bond counsel, special disclosure counsel and counsel to issuers, underwriters, trustees, credit enhancers and institutional investors in transactions throughout the United States. Transportation has been the focus of a number of the Firm's bond transactions. The Firm completed two highway revenue bond issues for the Commonwealth Transportation Board aggregating more than \$335 million and has served as bond counsel to the Commonwealth of Virginia on general obligation bond issues approaching \$1 billion. The Pocahontas Parkway involved the issuance of tax-exempt bonds by a 63-20 corporation, and the Firm served as bond counsel to the issuer in that transaction. The Firm acted as bond counsel and special counsel to the initial purchasers of taxable bonds in two refinancings of the Dulles Greenway Toll Road Project, which is the only privately owned and operated toll road project regulated as to toll rates by the State Corporation Commission under the Virginia Highway Corporation Act of 1988. The Firm also served as bond counsel in the issuance of revenue bonds for the Chesapeake Expressway Toll Road Project.

**The Government and Public Affairs Advisor*****J.K.K. Associates***

J.K.K. Associates is a consulting firm specializing in government representation, grassroots organizing and campaign consulting. J.K.K. Associates is a Washington-area firm with a national network and state and local orientation.

J. Kenneth Klinge is president of JKK Associates and served as the Northern Virginia representative on the Commonwealth Transportation Board from 1988 until 2004. He is also the past chairman of the Northern Virginia Transportation Authority, the Dulles Corridor Task Force and the Governor's Commission on Transportation Policy. After serving as Regional Political Director and Director of Special Projects in Ronald Reagan's three presidential campaigns, Klinge served as Special Assistant to U.S. Secretary of Transportation Drew Lewis and Deputy Assistant Secretary under U.S. Secretary of Transportation Elizabeth Dole.

**Public Relations*****Powell Tate|Weber Shandwick***

Powell Tate|Weber Shandwick is the Washington, D.C. office of Weber Shandwick, one of the world's leading strategic communications firms recently named "2005 Agency of the Year" by PR Week magazine. Powell Tate|Weber Shandwick specializes in public affairs campaigns, issues management, media relations, message development and crisis communications.

Powell Tate|Weber Shandwick professionals come from the highest levels of the White House, Capitol Hill, political campaigns, business, the media, law firms, state houses and regulatory agencies.

With its comprehensive in-house resources, which include advocacy advertising, graphic design, polling and online services; and its expertise in a broad range of issues, Powell Tate|Weber Shandwick provides its clients with all the tools needed to develop and execute winning strategies.

***SLAY Public Relations***

For more than two decades, SLAY Public Relations has helped clients like the U.S. Virgin Islands, the Yellow Pages, Thomasville Furniture, Braun, Mount Vernon, Wrangler, and the University of Virginia tell their story. A generalist PR firm, SLAY is best known for its experience in tourism, energy, consumer brand publicity, education, and health care.

The staff at SLAY includes professionals from newspaper and broadcast media, from corporate communications, from public affairs, and from the nonprofit sector. These backgrounds allow SLAY to bring to clients the experiences, perspectives, and strategic thinking that lead to successful results.

**1-B.2 Key Principals of the DCMI Project****MACQUARIE INFRASTRUCTURE GROUP****Peter Trent**

Director – Business Development  
Macquarie Infrastructure Group

Prior to joining Macquarie Infrastructure Group, Mr Trent was Head of European Toll Roads Advisory for Macquarie Bank in London, U.K. He has over 20 years financial markets experience covering a broad range of advisory and investment transactions, principally within the transportation sector, including structuring and financing complex non-recourse projects, acquisitions, capital raisings, IPOs and international debt issues. Mr Trent's transaction experience includes the following:

- Director, Toll Road Investors Partnership II, L.P., concessionaire of the Dulles Greenway, Virginia, USA
- Advisor with DnB to Veidekke on the \$230 million Lyngal – Flekkefjord Road Development Project, Norway
- Advisor to the FCC and Pantechnike Consortium for its \$480 million bid for the Thessaloniki Submerged Tunnel, Greece
- Advisor to Balfour Beatty and Volker Wessels Stevin on the New Tyne Crossing, a \$385 million tolled tunnel crossing under the River Tyne, United Kingdom
- Advisor (team leader) to MIG on its \$980 million acquisition of a 40% interest in Cintra. The transaction involved the evaluation and strategic analysis of 15 toll roads across four countries
- Advisor to the Erinroute bid consortium for the Irish PPP toll roads program including the N4/N6 Kilcock - Kinnegad and N8 Fermoy bypass, Ireland
- Advisor to Cintra, MIG and Condotte bid consortium for the Milan-Brescia Toll Road, a \$720 million toll motorway link between Milan and Brescia, Italy
- Advisor to Cintra on the \$480 million restructure of the E9/C16 toll road in Catalonia, Spain
- Joint advisor with DnB to the Veidekke and Hochtief consortium for the \$300 million E39 Klett – Bardshaug DBFO Road, Norway. The project was the first Norwegian PPP road project; and
- Advisor to Sund & Baelt in its evaluation of financial feasibility options for the \$66 million Fehmarnbelt Toll Bridge project, Denmark
- Director, Interlink Roads Pty Ltd, concessionaire of the M5 Motorway, Sydney, Australia

**Education:**

Bachelor of Laws      University of Sydney, Australia

**Kirk Robinson**

Senior Manager – United States  
Macquarie Infrastructure Group

Kirk Robinson joined Macquarie Infrastructure Group in 2001 after eight years as a chartered accountant with PricewaterhouseCoopers (formerly Coopers & Lybrand). During this period, he has worked on several toll road transactions as well as being a key member of MIG's Australian asset management team. Mr Robinson has been responsible for a number of strategic operational and financing initiatives within MIG's Australian portfolio, including working with financiers and governmental agencies. Mr Robinson has recently transferred to New York to work as part of MIG's North American operations. His transaction experience includes the following:

- Bids for Australian toll road projects – Westlink M7 (Sydney, Australia), ConnectEast (Melbourne, Australia), Cross City Tunnel (Sydney, Australia) and Lane Cove Tunnel (Sydney, Australia)
- Proposed restructuring of Hills Motorway Group (owner of M2 Motorway in Sydney, Australia)
- Acquisition of the Chicago Skyway
- Lead management role for the refinancing of Airport Motorway Group, owner of the Eastern Distributor (Sydney, Australia); and
- Lead management role for MIG's 100% investment in Dulles Greenway, VA.

**Education:**

Bachelor of Business  
Chartered Accountant

University of Technology Sydney, Australia  
Institute of Chartered Accountants, Australia

**AUTOSTRAD GROUP****Giuseppe Palma**

CEO, Autostrade International of Virginia O&amp;M, Inc.

Managing Director, Europpass LKV-Mautsystem GmbH

Mr. Palma is a mechanical engineer, a member of the official register of professional engineers in Rome, and certified as a technical expert at the civil and criminal tribunal of Rome. He has 35 years of experience in the design, construction and project management of industrial installation and civil infrastructures in the public and private sector, and vast experience in contract negotiations, partner relations and long-term asset management.

As an executive with Autostrade Group since 1988, Mr. Palma has held various positions, including Department Head for technical, design engineering and construction departments and the Project and Proposal Manager for Toll Collection Projects. He applied his experience in world wide project management to the successful implementation of several major projects for Autostrade, including its participation in the Dulles Greenway toll road project, first in its equity participation in Toll Road Investors Partnership II, L.P. and also the successful implementation of the operating company, Autostrade International of Virginia O&M, Inc. (“AIV”). Mr. Palma currently serves as the CEO and President of AIV.

In Europe, Mr. Palma managed the development of the project, the proposal and successful bid for the M-6 Toll, Birmingham Northern Relief Road, in the United Kingdom, and Europpass LKV-Mautsystem GMBH, the Austrian toll system for heavy-goods vehicles. Under his direction, within 18 months, Autostrade delivered and successfully implemented the operations of the world’s largest free-flow toll system. He currently manages the wholly-owned Autostrade subsidiary, Europpass, which was established to operate the system under a ten-year concession contract.

Prior to Autostrade, he served as the Project and Proposal Manager for industrial plants abroad (Libya, Algeria, Saudi Arabia, Kuwait, Dubai, Ukraine) and as the Director of the Bari Waste Water Management Plant while employed with Italconsult, S.p.A., a large Italian engineering firm. He also designed and developed refineries and other industrial facilities in Italy, Poland and Africa while employed by the Italian division of U.S. based engineering firm, Foster Wheeler Corporation.

**Education:**

BS (Engineering)	La Sapienza University, Rome, Italy
	Honors Degree in Mechanical Engineering
Certified P.E.	Rome, Italy

**Christopher Melnyk**

Project Finance Manager

Autostrade per L'Italia, S.p.A.

Chris Melnyk has been with Autostrade Group more than 12 years. He currently serves as Project Finance Manager in the Finance Department where his primary duties include acting as lead manager of finance and risk aspects of international projects being developed and implemented in Europe and the US.

He has played a key role in the development of a number of important international transport projects in Austria, the Czech Republic, Italy, the US and the UK. Of particular relevance to the DCMi he acted as:

- Finance Manager for Autostrade's successful bid to construct and operate the heavy vehicle electronic tolling system in Austria. Arranged limited recourse debt financing of \$235 million, for Euroypass LKW Mautsystem GmbH
- Finance Manager for consortium that developed the \$1.4 billion M6 Toll in Birmingham UK, the first privately developed user-pay toll road in the United Kingdom. Negotiated structure and financing package for the project.
- Finance Manager for Autostrade during development and financial closing for the Dulles Greenway.
- Chief Financial Officer of Toll Road Investors Partnership II, L.P. during construction of the Dulles Greenway.
- Chief Financial Officer of Autostrade International of Virginia O&M, Inc. during the start up of operations of the Dulles Greenway.

**Education:**

MBA Georgetown University, Washington, DC, 1992

BA, Economics Williams College, Williamstown, MA, 1987

**Maria Sholly**

Director

Autostrade International of Virginia O&amp;M, Inc.

Ms. Sholly brings more than ten years of progressive experience in toll road construction and management. Since 1993, Ms. Sholly has been associated with the Dulles Greenway project, starting as a staff accountant for the owner, Toll Road Investors Partnership II, L.P., prior to the financial closing and start of construction. She was responsible for all budgetary and financial reporting, preparation of financial draws and audit management, finally resigning from TRIP II as the Accounting Manager in 1998. She was then hired as the Accounting Manager for the Autostrade subsidiary that is responsible for managing the operations of the Dulles Greenway, Autostrade International of Virginia O&M, Inc. She served in this capacity for two years before being promoted to the Director of Administration in 2001, in charge of accounting, human resources and information systems management. In June 2003, she assumed responsibility for

the toll collection operations and maintenance for the company and was appointed as the managing Director and member of the Board of Directors in November 2003.

Previous work experience includes implementing automated accounting software and audit systems for two non-profit organizations in Washington D.C., the Foundation for Hospice and Homecare and the Caring Institute. Ms. Sholly is an active member of the International Bridge Tunnel and Turnpike Association and participates in program development, task force action items, and various other volunteer committees. She is currently studying to obtain her Masters in Business Administration from Washington Governors University.

**Education:**

BSBA (Accounting): Old Dominion University, Norfolk, Virginia, 1990  
 CPA Licensed in Virginia  
 Vice Chair IBTTA Finance Committee  
 Appointee IBTTA Communications and Outreach Task Force

**Carlo Cicchese**

Project Manager for Project Financing, Autostrade per L'Italia, S.p.A.

Mr. Cicchese is a civil certified engineer with experience in planning and construction of public infrastructure, real estate development and regional land use. He joined the Business Development division of Autostrade in 2003 and is acting as project manager responsible for the economic and technical planning aspects of the development phase of investments.

Previous work experience includes experience in engineering consulting firms and appointment as managing director of a real estate group

**Education:**

BS (Engineering): University of Bologna, Bologna, Italy, 1996  
 MA, Company management Scuola Guido Carli – Luiss Management, Rome, 1997  
 MA, Analysis of financial markets: SIAT – Scuola Italiana Analisi Tecnica – Roma

**Galliano DiMarco**

Director of Operations  
 Autostrade per L'Italia, S.p.A.

Mr. Di Marco is a civil engineer with 20 years of progressive experience in the design, construction, asset management and financing toll-financed highways in Europe and the U.S.

Prior to joining Autostrade in 1988, Mr. Di Marco was site manager for specialized in seismic protection design methods for the construction of dams and roads in Italy, with Ferrocemento SpA. a large construction firm operating in Italy. In 1988, he joined the Engineering Division of Autostrade and was responsible for design and construction oversight for new interchanges and toll facilities on the expanding core network in Italy. In 1993, he was appointed as the Project

Manager for Autostrade to oversee the technical aspects of the construction of the Dulles Greenway in Virginia. He was responsible for the development of the operations and maintenance company, Autostrade International of Virginia O&M, Inc., became a resident of Virginia in 1995 and was Chief Operating Officer until 1999.

From 1999 to 2004, Mr. Di Marco served as the Regional Director for the Northern Italy district of Autostrade's network responsible for operations and maintenance activities of about 300 miles of highway and 900 employees. In September 2004, he was promoted to Director of Operations for the entire Autostrade network, about 2,400 miles and about 4,000 employees dedicated to toll collection and highway maintenance. Recently he was also assigned additional oversight of the seven subsidiary companies that operate and maintain seven other toll highways throughout Italy, wholly owned subsidiaries of Autostrade Group operating toll roads outside the core network.

Mr. Di Marco has participated in project finance efforts on the Dulles Greenway, Pedemontana Veneta Spa. and Nuova Romea Spa. He recently accepted an appointment as President of the Safety Committee for AISCAT, the association for Italian highway operators.

**Education:**

BS (Engineering)	La Sapienza University, Rome, Italy
	Honors Degree in Civil Engineering
Certified P.E.	Rome, Italy

**Sergio Battiboia**

Research and Development Manager, Autostrade per L'Italia, S.p.A.

Mr. Battiboia joined Autostrade in 1995 after working as a design engineer for Laboratori Fondazione g. Marconi s.r.l., in Bologna, Italy designing and developing microwave based radio circuits and antennas in the 1 to 10 ghz band and other European financed projects in the road transport field. While at Autostrade, he has been a lead engineer in the development and subsequent refinement of the microwave based DSRC components of automated toll collection systems, including the creation and widespread application of Autostrade's electronic vehicle tolling system known as Telepass. He has pioneered projects involving the development and commercialization of integrated solutions for mobility management, based on Telepass technology, including urban user charging schemes, parking, and access control to private areas.

He recently served as the project manager, during the development and installation phase, and as the operations manager until December 2004, for Euroypass LKV-Mautsystem GmbH, operating company for the Austrian truck toll system. He was responsible for coordinating the development, testing and rolling out of all system components prior to implementation, and subsequently for the accuracy of operations. He had responsibility for all technical solutions management, budget management and proper organizational structure to support the application.

Mr. Battiboia has been recently promoted to Research and Development Manager for the development of technical solutions supporting tolling systems for internal and external markets, and as the Technical Advisor for international projects. He is a long-standing member of the

Electronic Tolling System Standardization Committee for Europe, has served as the project leader for several Europe-wide projects aimed at electronic tolling interoperability and is a recognized expert in the field of toll applications development.

**Education:**

BS (Engineering): University of Bologna, Bologna, Italy, 1990  
Honors Degree is Electronic Engineering, Telecommunications Industry

**JOHN LAING PLC****Derek Potts MA ACA**

Director, John Laing plc

Managing Director, Laing Roads &amp; Utilities

Mr. Potts joined John Laing in 2001, where he heads the Laing Roads & Utilities PPP investment division, whose growth is targeted in a number of markets. Derek is a Chartered Accountant and graduate engineer, and previously held senior positions with Jardine Matheson UK, GB Railways Group plc and Virgin Group. He is a Main Board director, currently responsible for a portfolio of 13 investments, and is a member of the Group's Executive Committee.

**Education:**

M.A. Cambridge University, Honours Degree in Engineering (1977-1980)

A.CA. Member of the Institute of Chartered Accountants in England &amp; Wales (qualified, 1983)

**Gary Neville**

Director of Secondary Markets

Mr. Neville joined John Laing in 2001 and has led refinancing, acquisitions and disposals of PPP assets. In addition, he jointly led the development of the strategy work looking at Laing's growth and funding options, and is heavily involved in portfolio management and acquisition. He has experience in a number of sectors in Europe including manufacturing, oil and gas, management consultancy and financial services. Prior to joining John Laing, he was head of project finance at Guinness Mahon and a management consultant. Gary is a member of the Group's Investment Committee and Executive Committee. He is a Laing Roads board director and a trustee of The John Laing Pension Fund.

**Education:**

Fellow, Chartered Institute of Management Accountants

Member, Securities Institute

Teacher's Certificate, Durham University

**Michael Mercer-Deadman**

Director, Laing Roads &amp; Utilities

Since joining John Laing plc in 1971, Mr. Mercer-Deadman has worked in the UK and internationally for the Laing group in project management and development roles for both building and civil engineering projects in the UK, with some time working in the USA and SE Asia. He has been involved at a senior level with privately financed roads in their development, construction and operations on a full time basis since joining the Laing investment team in 1996. He is directly involved through concession company Board membership in 6 operational roads, with a further 4 at bid stage. He is also a Laing Roads board director.

**Education:**

B.Sc. (Eng) - Bachelor of Science, London University, Honors Degree in Civil Engineering (1971)

Member of the UK Institution of Civil Engineers (elected 1974)

**Keith Pickard**

Senior Manager

Mr. Pickard joined John Laing in 2002 and is a Senior Manager within Portfolio Management. He manages acquisitions, disposals, financings and refinancings of PPP assets in the Laing portfolio. His role includes Deputy Chairman of the Group's Investment Committee. He is directly involved through concession company Board membership in 2 operational PPP projects. Previously he was at Kvaerner managing a variety of corporate acquisitions and disposals.

**Education:**

B.Sc. Durham University, First Class Honours Degree in Mathematics

A.C.A Member of Institute of Chartered Accountants in England & Wales

Member, Securities Institute

**INFRASTRUCTURE INVESTMENT GROUP LLC**

**Curtis M. Coward**

Managing Member

Mr. Coward has over 27 years experience in transportation infrastructure finance in Virginia. He is responsible for management of IIG.

**Education:**

J.D. Marshall-Wythe School of Law, College of William & Mary, Williamsburg, Virginia

B.A. Denison University, Granville, Ohio

**Rosemarie Pelletier**

Ms. Pelletier has more than ten years in public-private transportation project experience and more than twenty years lobbying experience.

**Education:**

D.PA. University of Baltimore, Baltimore, MD

M.PA. George Mason University, Fairfax, Virginia

B.A. George Mason University, Fairfax, Virginia

**Raymond Pelletier**

Managing Member

Mr. Pelletier has seven years experience in public-private transportation project development, finance and proposal management.

**Education:**

J.D. New England School of Law, Boston, MA

M.PA. Northeastern University, Boston, MA

B.A. Bridgewater State College, Bridgewater, MA

**CLARK CONSTRUCTION GROUP, LLC****James A. Hooff**

Manager

Mr. Hooff has over 25 years of experience in most areas of construction including operations, legal, finance, contract administration and business development and has held various senior positions at The Clark Construction Group, Inc.

**Education:**

Master of Business Administration, Finance and Investments, George Washington University, Washington, DC

Bachelor of Science, Industrial Engineering, West Virginia University, Morgantown, WV

**Geoffrey Stricker**

Development Manager

Mr. Stricker joined Clark in July 2001. Since then he has played an instrumental role in developing public-private partnership opportunities for Falls Church Middle School, and South County High School in Fairfax County. He came to Clark from Lehman Brothers as a Vice President in Equity Research, where he was responsible for research and analysis on the telecommunications industry. He supported the investment banking division on multiple transactions, including initial public offerings, private placements, and mergers and acquisitions. Mr. Stricker also spent three years at MCI Communications where he was involved in strategic planning and business analysis.

**Education:**

M.BA – Finance            Georgetown University (1994)

B.A., Economics        Clark University (1989)

**SHIRLEY CONTRACTING COMPANY, LLC****Michael E. Post**

Manager

Mr. Post has over 18 years of experience in heavy highway construction projects including the past 8 years as President and CEO of Shirley Contracting Corporation. Mr. Post spent 8 years as an Area Manager for Shirley overseeing the construction of multiple public and private projects simultaneously, many of these projects for VDOT. After working for 3 years with the Driggs Corporation, also as an Area Manager, he returned to Shirley Contracting as Vice President, focusing on the day-to-day management of the company, before being promoted to President in 1995.

**Education:**

Bachelor of Science, Accounting, George Mason University, 1985

Young Managers Institute, 1986

The Management Institute, Dynamics of Personal Leadership, 1987

Virginia Polytechnic Institute, Transportation Construction Management, 1988

Fails Management Institute, Management Productivity for Executives, 1989

**Chris Bucher**

Senior Vice-President

As Vice President and Construction Manager, Mr. Bucher is responsible for the overall management of public and private contracts, specifically for projects with VDOT. Mr. Bucher has over 20 years of construction experience, beginning as a Design Engineer for Dewberry and Davis and Black & Veatch, before joining The Clark Construction Group, Inc. in 1982 as a Project Manager, initially overseeing tenant build outs for multiple building projects. Mr. Bucher was then promoted to Project Manager and eventually to Senior Project Manager, supervising the construction of numerous building and water treatment projects in the metropolitan Washington, D.C. area. In 1994, Mr. Bucher joined Shirley Contracting Corporation as Vice President and Contract Manager, where he oversees the Contract and Subcontracts section, as well as the overall management of all contracts with VDOT.

**Education:**

Bachelor of Science, Civil Engineering, Virginia Polytechnic Institute, 1980

**Charles L. Smith, IV**

Contract Manager

Mr. Smith brings over 14 years of progressively responsible construction experience to the team. He began as a Project Manager for the WSSC where he managed design contracts for rehabilitation projects for the Owner. Mr. Smith later became Project Engineer and Project Manager for Clark Construction Group where he supervised construction on numerous buildings in the local area. Mr. Smith joined Shirley Contracting Corporation in 1993 as a Project Manager, where he supervised many VDOT projects, including the Route 123/ Davis Ford Road

widening, the Fairfax County Parkway at Frontier Drive, the widening of I-495 at Route 7, the Fairfax County Parkway at Route 617 and the Chippenham Parkway widening in Richmond Virginia. Mr. Smith completed Phase IV of the Springfield Interchange project for the company.

**Education:**

Bachelor of Science, Civil Engineering, University of Maryland, 1986

**Registrations:**

Engineer in Training

**Garry Palleschi**

Development Manager

Mr. Palleschi has over 15 years experience in the construction industry and is responsible for the company's business development and design/build programs. He was responsible for developing the successful PPTA Route 28 Corridor Improvements project, from building the team and developing the concept to assisting in the negotiation of the Comprehensive Agreement and Design/Build Contract with VDOT.

**Education:**

M.B.A            Marymount University (1996)

B.S.             George Mason University (1990)

**DEWBERRY****David J. Mahoney, PE**

Senior Vice President, Manager of Transportation Department

Mr. Mahoney has comprehensive experience in all areas of civil engineering, with the primary emphasis being on large transportation projects in the Washington Metropolitan Area involving multi-disciplined engineering services. This experience includes performing highway corridor studies, conducting feasibility studies and managing all aspects of the final design and preparation of construction documents for major transportation projects in accordance with VDOT and/or other local criteria and procedures. Additional responsibilities typically include direct involvement in processing necessary plan reviews and permit applications through local, state and federal agencies. Mr. Mahoney is the Project Manager for both the Route 28 Corridor Improvements and Dulles Greenway Design/Build projects.

**Education:**

Bachelor of Science, Civil Engineering, South Dakota State University

**Registrations:**

Professional Engineer in Virginia

**James D. Davidson, Jr., PE**

Associate, Asst. Director Structure and Bridge Engineering

Mr. Davidson is Assistant Director of Structure and Bridge Engineering for Dewberry & Davis LLC and has over 15 years experience providing engineering design and project management. He has managed numerous bridge projects and has considerable experience in the design, rehabilitation and construction of various types of structures including steel-plate girders and pre-stressed concrete beams. Mr. Davidson is the Bridge Project Manager for both the Route 28 Corridor Improvements and Dulles Greenway Design/Build projects.

**Education:**

Bachelor of Civil Engineering, University of Virginia

**Registrations:**

Professional Engineer in Virginia

**Kurt R. Thompson, PE**

Executive Vice President, IPD Division Manager

Mr. Thompson has comprehensive experience in all areas of civil engineering, with the primary emphasis on large transportation and site development projects in the Washington Metropolitan Area, involving multi-disciplined architectural/ engineering services. This experience includes performing highway corridor studies, preparing environmental assessments, conducting feasibility studies, designing utility and storm drainage systems, and managing all aspects of the final design and preparation of construction documents in accordance with VDOT and/or other local criteria and procedures. Additional responsibilities typically include direct involvement in

processing necessary plan reviews and permit applications through local, state, and federal agencies.

**Education:**

Master of Science, Water Resources, George Washington University

Bachelor of Science, Civil Engineering, Lehigh University

**Registrations:**

Professional Engineer in Virginia

**J.K.K. ASSOCIATES****J. Kenneth Klinge**

Principal

J. Kenneth Klinge is the principal of J.K.K. Associates. He served as the Northern Virginia representative on the Commonwealth Transportation Board (CTB) from 1998 to 2004. He also served as the chairman of the Transportation Coordinating Council of Northern Virginia (1998 – 2002), the Northern Virginia Transportation Authority (2002 – 2004) and the Dulles Corridor Task Force (1998 – 2004). He also served as Chairman of the Governor’s Commission on Transportation Policy (1999-2000).

Klinge served in the Reagan administration as Special Assistant to U.S. Transportation Secretary Drew Lewis and as Deputy Assistant Secretary to Transportation Secretary Elizabeth Dole.

**POWELL TATE|WEBER SHANDWICK****Jody Powell**

Chairman

Chief Executive Officer

As the leader of Powell Tate since its founding in 1991, Powell has been instrumental in creating Washington’s most dynamic and respected public relations firm, serving a client roster that includes many of the nation’s prominent corporations, trade associations, and nonprofit organizations.

In May 1970 Powell joined gubernatorial candidate Jimmy Carter’s staff. When Carter became the governor of Georgia in November 1970, Powell was appointed press secretary – a position he held through the end of Carter’s term as President of the United States. From January 1982 to January 1987, he wrote a twice-weekly column syndicated by the Los Angeles Times Syndicate and was a news analyst for ABC News, appearing on such shows as “This Week with David Brinkley,” “Nightline,” and “Good Morning America.” He also lectured frequently on public policy and press issues. From 1987 until 1991, he was chairman and chief executive officer of Powell Adams & Rinehart, formerly Ogilvy & Mather Public Affairs.

Powell attended the U.S. Air Force Academy from 1961 to 1964 and graduated from Georgia State University with a B.A. in political science in 1966. Powell became involved in the 1970 gubernatorial campaign of Jimmy Carter, working as a volunteer, while he was in graduate school at Emory University in Atlanta, Ga., where he completed course work on a combined M.A./Ph.D. in political science.

**Education:**

M.A./Ph.D. in political science	Emory University in Atlanta, Ga. (1970)
B.A. in political science	Georgia State University (1966)
B.S.	U.S. Air Force Academy (1961-1964)

**Sheila Tate**

Vice Chairman

Under Tate's leadership, Powell Tate|WeberShandwick has grown into one of Washington's best and most comprehensive public affairs firms.

Tate's political and government experience ranges from her 1981-85 service as White House press secretary to First Lady Nancy Reagan to the 1988-89 presidential campaign and transition, during which she served as press secretary for President-elect George Bush. She was also communications director for the successful 1996 Republican convention in San Diego.

Most of Tate's business career has been devoted to agency work. She was twice affiliated with Burson-Marsteller, both in Pittsburgh in 1967 and in Washington, D.C., from 1985-87. She was also employed twice by Hill and Knowlton, in the Houston and Washington offices in 1977-81 and 1987-88, respectively.

During the Bush administration, Tate was a member of the United States Information Agency's private sector public relations committee. In 2001, *The Washingtonian* named her one of the "100 Most Powerful Women in Washington."

Tate holds a B.A. in journalism from Duquesne University and has done graduate work in mass communications at the University of Denver.

**Education:**

B.A. in journalism

Duquesne University

Graduate work in mass communications

University of Denver.

**William R. Maroni**

Senior Vice President

Maroni specializes in international trade, business, labor, finance, and economic policy issues. At Powell Tate|Weber Shandwick, he has counseled foreign governments, trade associations, and U.S. corporations in areas such as trade initiatives and disputes, public policy advocacy, government affairs, media relations, coalition building, crisis communications, and industry positioning.

Maroni joined the firm in 1997 after serving as vice president for government affairs and public policy at Levi Strauss & Co. Previously, he was an international business consultant. Maroni spent nearly 14 years in the government. He served as special assistant to President Ronald Reagan and executive secretary for the Economic Policy Council at the White House. He also headed the legislative affairs departments of two Cabinet-level agencies, as assistant U.S. trade representative at the Office of the U.S. Trade Representative and as assistant secretary at the U.S. Department of Labor. Prior to these appointments, he was a legislative assistant to Senator John H. Chafee (R-RI).

He earned his B.A. cum laude in history and fine arts from Harvard College and completed the John F. Kennedy School of Government's Program for Senior Managers in Government at Harvard University.

**Education:**

B.A. cum laude in history and fine arts          Harvard College  
John F. Kennedy School of Government's Program for Senior Managers in Government,  
Harvard University

**Daniel F. Drummond**

Director

Drummond uses his media relations and political skills to develop and implement communications and outreach strategies for clients who need to get their messages out quickly and effectively. Some of Drummond's current and past clients include Northrop Grumman, Allstate, General Electric, the Business-Higher Education Forum, and the National League of Cities.

Prior to joining Powell Tate|Weber Shandwick, Drummond was communications director and legislative assistant to U.S. Representative James P. Moran, Jr. (D-VA). As a legislative assistant, Drummond handled the congressman's work for the Budget Committee, where he is the second ranking Democrat, as well as tax, economic, and financial services issues. In 2002, Drummond served as the campaign and communications director for Congressman Moran's re-election campaign. Before working on the Hill, Drummond was a reporter for *The Washington Times*.

Drummond received his B.S. in political science from Old Dominion University in Norfolk, Va. He is currently pursuing his M.A. in government at Johns Hopkins University.

**Education:**

B.S. in political science                                  Old Dominion University (Norfolk, Va.)  
M.A. in government (pending)                        Johns Hopkins University

**Eric Hoffman**

Senior Vice President

Hoffman is an expert in strategic communications programs surrounding high-profile and complex lawsuits. He also has extensive experience in managing political outreach and issue-oriented media and grassroots campaigns to support legislative and regulatory objectives for trade associations, nonprofit organizations, and corporations.

Hoffman came to Powell Tate|Weber Shandwick from Edelman, where he spent eight years working for some of the firm's highest profile clients, such as MasterCard, Nike, the American Cancer Society, Kaiser Permanente, and PhRMA. His 14 years of public affairs experience

includes working on statewide political campaigns and serving in the Clinton administration and on Capitol Hill.

Before joining Edelman, Hoffman served as press secretary for the U.S. Senate campaign of Democrat Mark R. Warner, now Virginia's governor. Prior to taking part in Warner's campaign, Hoffman served in the Clinton administration working for the Childhood Immunization Program at the U.S. Centers for Disease Control and Prevention. At the CDC, he planned high-profile media events with First Lady Hillary Rodham Clinton and U.S. Health and Human Services Department Secretary Donna E. Shalala. He also has significant experience on Capitol Hill and with other political campaigns.

Hoffman is a graduate of Michigan State University with a bachelor's degree in journalism.

**Education:**

BA in journalism      Michigan State University

**SLAY PUBLIC RELATIONS****Joseph R. Slay, A.P.R.**

President

Joe Slay founded SLAY Public Relations (formerly Martin Public Relations) in 1982, after a seven-year career in journalism.

At SLAY Public Relations, Joe has built a team which has served numerous Fortune 500 clients in a wide range of industries, with an emphasis on financial services, tourism, technology, and energy. Joe's group has brought national recognition to a large number of nonprofit causes, particularly those related to children's causes. Joe is founder of Andrew's Buddies, a nonprofit corporation dedicated to raising funding and awareness for the deadly childhood disease, spinal muscular atrophy (SMA). The Andrew's Buddies FightSMA campaign has been recognized by NBC's "Today" show, *Parents Magazine*, the YWCA, the National Institutes of Health, and the White House.

Joe received the Thomas Jefferson Award for Public Relations and was inducted into the Virginia Commonwealth University Communications Hall of Fame in 2000. He holds the APR accreditation from the Public Relations Society of America. Joe is a graduate of Washington and Lee University where he serves on that school's Communications Advisory Board.

**Education:**

BA      Washington and Lee University

**Thomas R. Morris, A.P.R.**

Vice-President

Since joining SLAY Public Relations in 1990, Tom Morris has worked on many accounts as a crisis communications counselor, issues manager and writer. He also has supervised accounts

dealing with healthcare, computer software, law, utilities and insurance services. He also is serving as a communications counselor for Ingenco, a power generating company, the University of Virginia Health System, Boehringer-Ingelheim Chemicals, Inc. and Easter Seals-Virginia.

He has provided media training to more than 300 people, including chief executives and other corporate managers, racecar drivers and professional golfers. Before joining SLAY PR, he was a business reporter for *The Rochester (N.Y.) Democrat and Chronicle* for four years and for *The Richmond (Va.) Times-Dispatch* for 17 years.

Morris won the Silver Bulldog award in 1999 for crisis communications counseling for managing communications for a company with executives under indictment, and he has won numerous writing awards in competitions in both journalism and public relations. He is a graduate of Franklin and Marshall College and has a master's degree from the Columbia University Graduate School of Journalism.

**Education:**

MA	Columbia University Graduate School of Journalism
BA	Franklin and Marshall College

**1-c. Provide the names, addresses and phone numbers of persons within the firm or consortium who may be contacted for further information.**

***IIG LLC***

Curtis M. Coward  
8605 Westwood Center Drive, Suite 209  
Vienna, Virginia 22182, USA  
Telephone: (703) 821-1510  
Facsimile (703) 821-1514  
cmcoward@infrastructureig.com

**1-d. Include the address, telephone number, and the name of a specific contact person for an entity for which the firm consortia or primary members of the consortia have completed a similar project.**

**Design/Build**

Ms. Susan Shaw, P.E.  
Project Manager  
Virginia Department of Transportation  
14685 Avion Parkway  
Chantilly, Virginia 20151  
703/383-2824

**Toll Road Operations**

Tom Sines, CEO  
Toll Road Investors Partnership II, L.P.  
45305 Catalina Court, Suite 102  
Sterling, VA 20166  
703-707-8870

**1-e. Provide a financial statement of the firm/consortia and each major partner. Submit the most recent Securities and Exchange Commission 10-K and 10-Q reports, if such reports have been filed.**

**Firms' Financial Information**

Financial statements of the Consortium public firms – the Autostrade Group, John Laing plc and Macquarie Infrastructure Group– are contained in the Appendix at A, B and C of Tab 1.

**1-f. Include any planned participation of small, women-, and minority-owned businesses during project development and implementation.**

**Small Business and MBE Program**

The DCMI Team understands the importance of Small Business and Minority Business Enterprise achievement and will work to achieve all SBE/MBE goals set forth for this project.

The Clark Construction Group and the Shirley Contracting Company have been involved in many major projects where the public entity and team have established DBE participation goals for subcontracting and work force development. Each has a successful history of meeting and exceeding SBE/MBE project goals on numerous major endeavors such as Route 28 and the D.C. Convention Center. The true purpose of the SBE/MBE program is not to meet a goal, but more importantly to increase and cultivate business opportunities for the SBE/MBE contracting community.

Specific processes and programs utilized on other projects, and will be utilized on this project to ensure successful SBE/MBE involvement, include:

- SBE/MBE pre-bid meetings
- Advertising to solicit DBE participation and raise awareness
- Establish SBE/MBE Business plan room
- Business Opportunity Fairs
- Pre-identify SBE/MBE bid packages
- Provide for economically feasible SBE/MBE bid packages
- Payment Alternatives
- Bonding, Insurance Seminars/Open Houses
- Upcoming Bid Hotline and internet site

The team will effectively use the services and appropriate personnel from the following organizations in order to solicit interested SBEs/MBEs:

- Virginia Department of Minority Business Enterprises (VDMBE)
- VDOT Certified Disadvantaged and Women-Owned Business Enterprises
- MWAA Disadvantage Business Enterprise Directory
- WMATA Minority and Women Business Enterprise Registry
- Regional Directory of Minority & Women-owned Business Firms, Northeast Region
- D. C. Minority Business Opportunity Commission
- Maryland Minority Business Enterprise Program
- Montgomery County Government Minority Business Directory
- U.S. Small business Administration Agency
- Business Research Services, Inc.
- Existing company source lists

A combination of these tools and resources will be utilized by our team to ensure that we maximize SBE/MBE opportunities and participation for this project.

**SBE/MBE and Employment Statistics for Autostrade International of Virginia (“AIV”)**

Autostrade’s record for minority employment and contracts with small and minority based enterprises has been exceptional in the ten years AIV has been operating the Dulles Greenway.

Currently, more than 60% of the AIV staff is comprised of minorities, including Asian-Pacific, Black, Hispanic and American Indian; while 39% are female – including its Director; and almost 30% of the outstanding contracts are to qualified SBE/MBE businesses.

Current AIV employee demographics are:

	<b>Overall</b>	<b>Asian/Pacific Islanders</b>	<b>American Indian/Alaska Native</b>	<b>Hispanic</b>	<b>Black</b>	<b>Caucasian</b>
<b>Total</b>	67	26	1	3	13	24
<b>Male</b>	61%	50%	100%	33%	85%	63%
<b>Female</b>	39%	50%	0%	67%	15%	37%